

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF OHIO  
EASTERN DIVISION**

R. DAVID WOLFE, on behalf of himself and  
all others similarly situated and derivatively on  
behalf of nominal defendant American Greetings  
Corporation,

Plaintiff,

v.

MORRY WEISS, ZEV WEISS, JEFFREY  
WEISS, ELIE WEISS, GARY WEISS, JUDITH  
WEISS, SCOTT S. COWEN, JEFFREY D.  
DUNN, JERRY SUE THORNTON, WILLIAM  
E. MACDONALD, MICHAEL J. MERRIMAN,  
CHARLES A. RATNER, IRVING I. STONE  
OVERSIGHT TRUST, IRVING STONE  
LIMITED LIABILITY COMPANY, IRVING I.  
STONE SUPPORT FOUNDATION, and  
IRVING I. STONE FOUNDATION,

Defendants,

and

AMERICAN GREETINGS CORPORATION,

Nominal Defendant.

**Case No. 1:13-cv-00859-SL**

**JUDGE SARA LIOI**

**THE INDEPENDENT DIRECTOR DEFENDANTS'  
MOTION TO DISMISS OR STAY**

Defendants Scott S. Cowen, Jeffrey D. Dunn, William E. MacDonald, III, Michael J. Merriman, Jr., Charles A. Ratner and Jerry Sue Thornton (collectively “the Independent Director Defendants”) respectfully move this Court for an order staying this action or dismissing the Verified Amended Derivative and Class Action Complaint. The Independent Director

Defendants do so for the reasons set forth in the Memorandum of Law in Support that is being filed with this Motion.

Dated: July 8, 2013

Respectfully submitted,

/s F. Maximilian Czernin

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Joseph C. Weinstein (0023504)  
*joe.weinstein@squiresanders.com*  
F. Maximilian Czernin (0087485)  
*max.czernin@squiresanders.com*  
SQUIRE SANDERS (US) LLP  
4900 Key Tower  
127 Public Square  
Cleveland, Ohio 44114-1304  
Telephone: 216.479.8500  
Facsimile: 216.479.8780

*Attorneys for Defendants Scott S. Cowen,  
Jeffrey D. Dunn, William E. MacDonald, III,  
Michael J. Merriman, Jr., Charles A. Ratner  
and Jerry Sue Thornton*

**CERTIFICATE OF SERVICE**

I hereby certify that on July 8, 2013, a copy of the foregoing Motion to Dismiss and Memorandum of Law in Support was filed electronically. Notice of this filing will be sent to all parties by operation of the Court's electronic filing system. Parties may access this filing through the Court's system.

*s/ F. Maximilian Czernin*

One of the Attorneys for Defendants Scott S. Cowen, Jeffrey D. Dunn, William E. MacDonald, III, Michael J. Merriman, Jr., Charles A. Ratner and Jerry Sue Thornton